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GREENVILLE CO. S. C.

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TRUST AGREEMENT  
OLLIE FARNSWORTH  
R. M. C.

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This Agreement has been executed this 18<sup>th</sup> day of November, 1969, by and between Eli Lilly and Company, an Indiana corporation with its principal offices at 307 East McCarty Street, Indianapolis, Indiana, 46225, ("Lilly") and Citizens and Southern National Bank of South Carolina, Greenville, South Carolina ("Trustee").

#### RECITALS

1. Lilly conducts an Employee Real Estate Program, the purpose of which is to expedite transfers of its employees.
2. Roy E. Jarrett, an employee of Lilly ("Employee"), is to be transferred by Lilly.
3. Lilly desires to relieve the Employee of the burden of selling the real estate which he owns, commonly known as Route 4, Whitman Drive, Taylors, South Carolina ("Real Estate").
4. Lilly desires that the Real Estate be acquired and held by a Trustee until it is resold at Lilly's instruction.
5. Trustee desires to act as Trustee for Lilly for the purpose of acquiring and holding title to the Real Estate until it is resold.

#### AGREEMENT

In consideration of the premises and the mutual covenants herein, the parties hereby agree:

#### ARTICLE I

##### Acquisition of the Real Estate

Section 1. Purchase Price. Lilly shall agree with the Employee on the purchase price and other terms for the acquisition of the Real Estate.

Section 2. Title. Lilly shall determine whether or not the title to the Real Estate will be examined before the date of closing. In either event, Lilly shall furnish the Trustee all title documents obtained from the Employee pertaining to the Real Estate and the Trustee shall have the Warranty Deed and Vendor's Affidavit, if customarily used, prepared from the information in such documents.

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